

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
New Rheogene I, LLC		07/31/2003	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Rheogene, Inc.
Street Address:	2650 Eisenhower Avenue
City:	Norristown
State/Country:	PENNSYLVANIA
Postal Code:	19403
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	78086090	DIRECTIT
Serial Number:	78028731	RHEOPLEX

CORRESPONDENCE DATA

Fax Number: (412)209-0672
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (412) 297-4900
 Email: iptrademark@cohenlaw.com
 Correspondent Name: Christine W. Trebilcock, Cohen & Grigsby
 Address Line 1: 11 Stanwix Street
 Address Line 2: 15th Floor
 Address Line 4: Pittsburgh, PENNSYLVANIA 15222

ATTORNEY DOCKET NUMBER:	03-165 010271.0001
NAME OF SUBMITTER:	Marlo M. Schleicher

Total Attachments: 3
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NEW RHEOGENE II, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"NEW RHEOGENE I, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "RHEOGENE, INC." UNDER THE NAME OF "RHEOGENE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 2003, AT 4:12 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3588077 5100M

AUTHENTICATION: 2560025

030501913

DATE: 07-31-03

TRADEMARK
REEL: 002976 FRAME: 0276

CERTIFICATE OF MERGER
 OF
 NEW RHEOGENE I, LLC
 AND
 NEW RHEOGENE II, LLC
 INTO
 RHEOGENE, INC.

Pursuant to Title 6, Section 15-209 of the Delaware Limited Liability Company Act.

FIRST: That the names and states of domicile of each of the constituent entities of the merger are as follows:

<u>NAME</u>	<u>STATE OF DOMICILE</u>	<u>TYPE OF ENTITY</u>
New RheoGene I, LLC	Delaware	Limited Liability Company
New RheoGene II, LLC	Delaware	Limited Liability Company
RheoGene, Inc.	Pennsylvania	Corporation

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities and in accordance with the requirements of subsection (b) of Section 15-209 of the Delaware Limited Liability Company Act.

THIRD: The name of the Corporation surviving the merger is RheoGene, Inc., a Foreign Corporation organized under the laws of the Commonwealth of Pennsylvania.

FOURTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving foreign Corporation. The address of said principal place of business is 2650 Eisenhower Ave., Norristown, PA 19403.

FIFTH: That a copy of the Agreement of Merger will be furnished by the surviving foreign corporation, on request and without cost, to any member of any

domestic limited liability company or any person holding an interest in any other business entity which is to merge.

SIXTH: That the surviving foreign Corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is 2650 Eisenhower Ave., Norristown, PA 19403.

SEVENTH: This Certificate of Merger shall be effective on July 31, 2003.

IN WITNESS WHEREOF, said Foreign Corporation has caused this certificate to be signed by its authorized officer, this 31st day of July, 2003.

RheoGene, Inc.

By: s/Thomas C. Tiller
President